

(For Use by Domestic Corporations)

# **CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION**

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972, as amended:

1. The name of the corporation is Michigan Bell Telephone Company
2. The location of the registered office is 444 Michigan Avenue  
Detroit, Michigan 48226  
(No. and Street) (Town or City) (Zip Code)

3. The following amendment to the Articles of Incorporation was adopted on the 28th day of April, 1975. (Check one of the following)

- (X) by the shareholders in accordance with Section 611 (2), Act 284, Public Acts of 1972, as amended. The necessary number of shares as required by statute were voted in favor of the amendment.
- ( ) by written consent of the shareholders having not less than the minimum number of votes required by statute in accordance with Section 407 (1) and (2), Act 284, Public Acts of 1972, as amended. Written notice to shareholders who have not consented in writing has been given. (After Written consent by less than all of the shareholders is permitted only if such provision appears in Articles of Incorporation.)
- ( ) by written consent of all the shareholders entitled to vote in accordance with Section 407 (3), Act 284, Public Acts of 1972, as amended.

Resolved, that Article V of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)

The amount of the capital stock of said corporation is One Billion Four Hundred Fifty Million Dollars (\$1,450,000,000). The same is to be divided into One Hundred One Million Five Hundred Thousand (101,500,000) shares of common stock of the par value of Fourteen and Two-Sevenths Dollars (\$14 2/7) each. The amount of the capital stock subscribed at the time of these amended Articles of Association is One Billion One Hundred Five Million Dollars (\$1,105,000,000) and the amount paid in thereon is One Billion One Hundred Five Million Dollars (\$1,105,000,000).

Michigan Bell Telephone Company

(Corporate Name)

BY *H. G. Buehler*

(Signature of President, Vice-President, Chairman or Vice-Chairman)

Vice President - Corporate Services and Secretary

(Type or Print Name and Title)

Signed this 16th day of May, 1975

(See Instructions on Reverse Side)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
Date Received	<div style="text-align: center;"><b>FILED</b> JUN - 9 1975 <i>Richard K. Hill</i> DIRECTOR Michigan Department of Commerce</div>
JUN - 9 1975	

C & S-111 (Rev. 2-74)

**INFORMATION AND INSTRUCTIONS**

**Certificate of Amendment - Domestic Corporations**

1. This form may be used by both profit and non-profit corporations. In case of a non-profit corporation organized on a non-stock basis, "shareholders" shall be construed to be synonymous with "members".
2. An effective date, not later than 90 days subsequent to the date of filing may be stated in the Certificate of Amendment.
3. The Certificate of Amendment is required to be signed in ink by the chairman or vice-chairman of the board of directors or the president or a vice-president of the corporation.
4. One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate of Amendment for filing.
5. FEES: Filing Fee .....\$10.00  
Franchise Fee (payable only in case of increase in authorized capital stock) - 1/2 mill on each dollar of increase over highest previous authorized capital stock .....  
(Make fee payable to State of Michigan)

6. Mail form and fee to:

Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P. O. Drawer C  
Lansing, Michigan 48904

(For Use by Domestic and Foreign Corporations)

# **CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT**

Please Read Carefully Instructions on Back of this Form

This certificate is executed in accordance with the provisions of Section 242 of Act 284, Public Acts of 1972, as amended, as follows:

1. The name of the corporation is Michigan Bell Telephone Company

2. The address of its ~~former~~ registered office is: (See instructions on reverse side)

444 Michigan Avenue Detroit Michigan 48226  
(No. and Street) (Town or City) (Zip Code)

The mailing address of its former registered office is: (Need not be completed unless different from the above address)

\_\_\_\_\_, Michigan \_\_\_\_\_  
(No. and Street or P.O. Box) (Town or City) (Zip Code)

3. (The following is to be completed if the address of the registered office is changed.)

The address of the registered office is changed to:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(No. and Street) (Town or City) (Zip Code)

The mailing address of the registered office is changed to: (Need not be completed unless different from the above address)

\_\_\_\_\_, Michigan \_\_\_\_\_  
(No. and Street or P.O. Box) (Town or City) (Zip Code)

4. The name of the former resident agent is Kenneth J. Boekeloo

5. (The following is to be completed if the resident agent is changed.)

The name of the successor resident agent is Jack H. Shuler

6. The corporation further states that the address of its registered office and the address of the business office of its resident agent, as changed, are identical.

7. The changes designated above were authorized by resolution duly adopted by its board of directors.

Signed this 1st day of August, 19 77

BY D. K. Earlick  
(Signature of President, Vice-President, Chairman or Vice-Chairman)

David K. Earlick President

(Type or Print Name and Title)

(See Instructions on Reverse Side)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
Date Received	<div><b>FILED</b> Michigan Department of Commerce  AUG 5 1977  <i>Robert K. Helmer</i> DIRECTOR</div>
AUG - 4 1977	

C & S - 113 (Rev. 10-75)

**INFORMATION AND INSTRUCTIONS**

**Certificate of Change of Registered Office and/or Change of Resident Agent**

1. Insert the present address of the registered office in part 2 of the certificate. This address must agree with the address of the registered office as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filed with the Corporation and Securities Bureau.
2. A post office box is not permitted to be designated as the address of the registered office. The mailing address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
3. Insert the name of the present resident agent in part 4 of the certificate. This name must agree with the name of the resident agent as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filed with the Corporation and Securities Bureau.
4. The Certificate is required to be signed in ink by the chairman or vice-chairman of the board, or the president or a vice-president of the corporation.
5. One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate for filing.
6. Filing fee . . . . . \$5.00  
(Make fee payable to State of Michigan)
7. Mail form and fee to:

Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P. O. Box 30034  
Lansing, Michigan 48909

73309

## MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

**FILED**

SEP-6 1979

*[Signature]*

DIRECTOR

Michigan Department of Commerce

Date Received

SEP-6 1979

(See Instructions on Reverse Side)

(For Use by Domestic Corporations)

**CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION**

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972, as amended:

1. The name of the corporation is Michigan Bell Telephone Company

2. The location of the registered office is

444 Michigan AvenueDetroitMichigan48226

(No. and Street)

(Town or City)

(Zip Code)

3. The following amendment to the Articles of Incorporation was adopted on the 23rd day of April, 1979. (Check one of the following)

(X) by the shareholders in accordance with Section 611 (2), Act 284, Public Acts of 1972, as amended. The necessary number of shares as required by statute were voted in favor of the amendment.

( ) by written consent of the shareholders having not less than the minimum number of votes required by statute in accordance with Section 487 (1) and (2), Act 284, Public Acts of 1972, as amended. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders is permitted only if such provision appears in Articles of Incorporation.)

( ) by written consent of all the shareholders entitled to vote in accordance with Section 487 (3), Act 284, Public Acts of 1972, as amended.

Resolved, that Article V of the Articles of Incorporation be amended to read as follows. (Any article being amended is required to be set forth in its entirety.)

**ARTICLE V**

The amount of the capital stock of said corporation is One Billion Seven Hundred Million Dollars (\$1,700,000,000). The same is to be divided into One Hundred Nineteen Million (119,000,000) shares of common stock of the par value of Fourteen and Two-Sevenths Dollars (\$14 2/7) each. The amount of capital stock subscribed at the time of these amended Articles of Association is: One Billion Three Hundred Seventy Two Million Five Hundred Twenty Nine Thousand Four Hundred Fourteen Dollars (\$1,372,529,414) and the amount paid in thereon is One Billion Three Hundred Seventy Two Million Five Hundred Twenty Nine Thousand Four Hundred Fourteen Dollars (\$1,372,529,414).

Signed this 5th day of September, 1979

by Jack H. Shuler, Vice President and Secretary  
(Signature of President, Vice-President, Chairman or Vice-Chairman)

Jack H. Shuler, Vice President and Secretary

(Type or Print Name and Title)

## MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

**FILED**

Date Received

JUL - 8 1982

JUN - 7 1982

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

(See Instructions on Reverse Side)

(For Use by Domestic Corporations)

**CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION**

INSERT CORPORATION NUMBER 0 4 3 — 3 0 9

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972, as amended:

1. The name of the corporation is Michigan Bell Telephone Company

2. The location of the registered office is

444 Michigan AvenueDetroitMichigan 48226

(No. and Street)

(Town or City)

(Zip Code)

3. The following amendment to the Articles of Incorporation was adopted on the 22nd day of February, 1982. (Check one of the following)

(X) by the shareholders in accordance with Section 611 (2), Act 284, Public Acts of 1972, as amended. The necessary number of shares as required by statute were voted in favor of the amendment

( ) by written consent of the shareholders having not less than the minimum number of votes required by statute in accordance with Section 407 (1) and (2), Act 284, Public Acts of 1972, as amended. Written notice to shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders is permitted only if such provision appears in Articles of Incorporation.)

( ) by written consent of all the shareholders entitled to vote in accordance with Section 407 (3), Act 284, Public Acts of 1972, as amended

Resolved, that Article V of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)

ARTICLE V

The amount of authorized stock of said corporation is one hundred twenty million fifty thousand (120,050,000) shares of common stock with a par value of fourteen and two-sevenths dollars (\$14 2/7) per share.

Signed this 19th day of May, 1982

BY

Jack H. Shuler  
(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

Jack H. Shuler, Vice President-General Counsel & Secy.

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. (Include name, street and number (or P.O. box), city, state and zip code.)

Michael S. Pabian, Esquire  
444 Michigan Avenue - Room 1670  
Detroit, Michigan 48226

Telephone: \_\_\_\_\_  
Area Code 313  
Number 223-8033

### INFORMATION AND INSTRUCTIONS

#### Certificate of Amendment — Domestic Corporations

1. Submit one original copy of the Certificate of Amendment to the Articles of Incorporation. Upon the filing, a microfilm copy will be prepared for the records in the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of the filing.

Since the corporate documents are microfilmed for the Bureau's files, it is imperative that the document submitted for filing be legible so that a usable microfilm can be obtained. Corporate documents with poor black and white contrast, whether due to the use of a worn typewriter ribbon or due to a poor quality of reproduction, will be rejected.

2. This form may be used by both profit and non-profit-stock corporations.
3. An effective date, not later than 90 days subsequent to the date of filing may be stated in the Certificate of Amendment.
4. The Certificate of Amendment must be signed in ink by the chairperson or vice-chairperson of the board of directors or the president or a vice-president of the corporation.
5. FEES: Filing Fee ..... \$10.00  
Franchise Fee (payable only in case of increase in authorized capital stock) — ½ mill on each dollar of increase over highest previous authorized capital stock .....  
(Make remittance payable to State of Michigan)

6. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
Lansing, Michigan 48909  
• Tel. (517)-373-0493

(Please do not write in spaces below — for Department use)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
<p style="text-align: center;"><b>FILED</b></p> <p style="text-align: center;">APR 11 1983</p> <p style="text-align: center;">Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation &amp; Securities Bureau</p>	Date Received
	MAR 4 1983

(See Instructions on Reverse Side)  
For Use by Domestic and Foreign Corporations

**CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT**

INSERT CORPORATION IDENTIFICATION NUMBER

043-309

This certificate is executed in accordance with the provisions of Section 242 of Act 284, Public Acts of 1972, as amended, as follows:

1. The name of the corporation is	Michigan Bell Telephone Company		
2. The address of its registered office as currently on file with the Corporation and Securities Bureau is: (See Part 2 of instruction)	444 Michigan Avenue Detroit, Michigan 48226 (No. and Street) (Town or City) (Zip Code)		
The mailing address of its registered office is: (Complete only if different from above address. See Part 3 of instructions)			
	(P.O. Box)	(Town or City)	Michigan (Zip Code)
3. (Complete if the address of the registered office is changed.) The address of the registered office is changed to: (See Part 3 of instructions)			
	(No. and Street)	(Town or City)	Michigan (Zip Code)
The mailing address of the registered office is changed to: (Complete only if different from above address. See Part 3 of instructions)			
	(P.O. Box)	(Town or City)	Michigan (Zip Code)
4. The name of the resident agent as currently on file with the Corporation and Securities Bureau is (See Part 4 of instructions)	Jack H. Shuler		
5. (Complete if the resident agent is changed.) The name of the successor resident agent is	H. Wayne Wells		
6. The corporation further states that the address of its registered office and the address of the business office of its resident agent, as changed, are identical. Yes.			
7. The changes designated above were authorized by resolution duly adopted by its board of directors or trustees. Yes.			

Signed this 28th day of February, 19 83.

By

*H. Wayne Wells*  
(Signature of President, Vice-President, Secretary,  
Assistant Secretary, Chairperson or Vice-Chairperson)

H. WAYNE WELLS

Vice President, General Counsel &amp; Secretary

(Type or Print Name and Title)



**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number, or P.O. box, city, state and zip code.

Nancy L. Davis, Attorney  
Michigan Bell Telephone Company  
444 Michigan Avenue, Room 1750  
Detroit, MI 48226

Telephone:

Area Code 313

Number 223-5440

### INFORMATION AND INSTRUCTIONS

#### Certificate of Change of Registered Office and/or Change of Resident Agent

1. Submit one original copy of the Certificate of Change of Registered Office and/or Change of Resident Agent. A microfilm copy will be prepared for the records in the Corporation and Securities Bureau and the original copy will be returned to the address appearing in the box above as evidence of the filing.

Since the corporate documents are microfilmed for the Bureau's files, it is imperative that the document submitted for filing be legible so that a usable microfilm can be obtained. Corporate documents with poor black and white contrast will be rejected.

2. Insert the present address of the registered office in part 2 of the Certificate. This address must agree with the address of the registered office as designated in the articles of incorporation or subsequent corporate certificate reflecting a change as filed with the Corporation and Securities Bureau.
3. A post office box may not be designated as the address of the registered office. The mailing address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
4. Insert the name of the present resident agent in part 4 of the Certificate. This name must agree with the name of the resident agent as designated in the articles of incorporation or subsequent corporate certificate, reflecting a change as filed with the Corporation and Securities Bureau.
5. The Certificate must be signed in ink by the chairperson or vice-chairperson of the board, or the president, vice-president, secretary or assistant secretary of the corporation.
6. Filing Fee: \$5.00. (Make remittance payable to State of Michigan)
7. Mail form and remittance to:

Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
Lansing, Michigan 48909  
Tel. (517)-373-0493

043-309

(For Use by Domestic Corporations)

# **CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF**

Michigan Bell Telephone Company

(Name of Corporation)

The undersigned corporation executes the following Certificate of Amendment to its Articles of Incorporation pursuant to the provisions of Section 631, Act 284, Public Acts of 1972:

1. The name of the corporation is Michigan Bell Telephone Company

The location of the registered office is

444 Michigan Avenue Detroit Michigan 48226  
(No. and Street) (Town or City) (Zip Code)

2. The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation in accordance with Subsection (2) of Section 611, Act 284, Public Acts of 1972, on the 13th day of December, 1985.

Resolved, that Article V of the Articles of Incorporation be amended to read as follows: (Any article being amended is required to be set forth in its entirety.)

## ARTICLE V

The amount of authorized stock of said corporation is one hundred twenty million eight hundred and ten thousand (120,810,000) shares of common stock with a par value of fourteen and two-sevenths dollars (\$14 2/7) per share.

3. The necessary number of shares as required by statute were voted in favor of the amendment.

Dated this 6th day of May, 1985.

Michigan Bell Telephone Company

(Corporate Name)

BY H. W. Wells

(Signature)

LITED

H. Wayne Wells, Vice President-General Counsel & Secretary

(Type or Print Name and Title)

(See Instructions on Reverse Side)

(Please do not write in spaces below — for Department use)

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
Date Received	<div><b>FILED</b></div> <div>MAY 21 1985</div> <div>Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation &amp; Securities Bureau</div>
MAY 13 1985	

C & S-111

#### INFORMATION AND INSTRUCTIONS

##### Certificate of Amendment - Domestic Corporations

1. This form may be used by both profit and non-profit corporations. In case of a non-profit corporation organized on a non-stock basis, "shareholders" shall be construed to be synonymous with "members".
2. An effective date, not later than 90 days subsequent to the date of filing may be stated in the Certificate of Amendment.
3. The Certificate of Amendment is required to be signed in ink by the chairman or vice-chairman of the board of directors or the president or a vice-president of the corporation.
4. One original copy is required. A true copy will be prepared by the Corporation and Securities Bureau and returned to the person submitting the Certificate of Amendment for filing.
5. FEES: Filing fee .....\$10.00  
Franchise Fee (payable only in case of increase in authorized capital stock) - 1/2 mill on each dollar of increase over highest previous authorized capital stock .....  
(Make fee payable to State of Michigan)
6. Mail form and fee to:
  - Michigan Department of Commerce
  - Corporation and Securities Bureau
  - Corporation Division
  - P. O. Brewer C
  - Lansing, Michigan 48904

## MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

**FILED**

FEB 10 1987

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

Date Received

FEB 06 1987

**CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT**

For use by Domestic and Foreign Corporations

(Please read instructions and Paperwork Reduction Act notice on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The name of the corporation is: Michigan Bell Telephone Company

2. The corporation identification number (CID) assigned by the Bureau is:

043-309

3. a. The address of the registered office as currently on file with the Bureau is:

444 Michigan Avenue

Detroit

Michigan 48226

(Street Address)

(City)

(ZIP Code)

b. The mailing address of the registered office if different than above is:

(P.O. Box)

(City)

Michigan

(ZIP Code)

c. The name of the resident agent as currently on file with the Bureau is:

H. Wayne Wells

4. (Complete if the address of the registered office is changed)

The address of the registered office is changed to:

(Street Address)

(City)

Michigan

(ZIP Code)

The mailing address of the registered office if different than above is:

(P.O. Box)

(City)

Michigan

(ZIP Code)

5. (Complete if the resident agent is changed)

The name of the successor resident agent is:

Marian N. Byrnes

6. The corporation further states that the address of its registered office and the address of the business office of its resident agent, as changed, are identical. Yes

7. The above changes were authorized by resolution duly adopted by its board of directors or trustees. Yes

Signed this 3<sup>d</sup> day of February, 1987

By

H. WAYNE WELLS

Vice President, General Counsel &amp; Secretary

(Type or Print Name and Title)

**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization  
remitting fees:

Merrick T. Malone, Esq.  
Michigan Bell Telephone Company  
444 Michigan Avenue  
Room 1750  
Detroit, Michigan 48226

Preparer's name and business  
telephone number:

Merrick T. Malone

( 313 ) 223-8026

### INFORMATION AND INSTRUCTIONS

1. This form is issued under the authority of Act 284, P.A. of 1972, as amended, and Act 162, P.A. of 1982. The certificate of change of registered office and/or change of resident agent cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to section 242 of the Act by domestic and foreign, profit and nonprofit, corporations for the purpose of changing their registered office or resident agent, or both.
4. Item 2 — Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 3 — The address of the registered office and the name of the resident agent must be the same as are designated in the articles of incorporation or subsequent change filed with the Bureau.
6. Item 4 — A post office box may not be designated as the address of the registered office. The mailing address may differ from the address of the registered office only if a post office box address in the same city as the registered office is designated as the mailing address.
7. This certificate must be signed in ink by the president, vice-president, chairperson, vice-chairperson, secretary or assistant secretary of the corporation.
8. FEES: Filing fee (Make remittance payable to State of Michigan) ..... \$ 5.00
9. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
Lansing, Michigan 48909  
Telephone: (517) 373-0493

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
(FOR BUREAU USE ONLY)	Date Received <b>JUL 06 1987</b>
<b>FILED</b>	
<b>JUL -8 1987</b>	
Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau	

## CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982, as amended (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is: Michigan Bell Telephone Company	
2. The corporation identification number (CID) assigned by the Bureau is:	0 4 3 — 3 0 9
3. The location of its registered office is:	
444 Michigan Avenue <small>(Street Address)</small>	Detroit, Michigan 48226 <small>(City) (ZIP Code)</small>

4. Article XI of the Articles of Incorporation is hereby amended to read as follows:

A new Article XI reading in its entirety as follows is added:

"A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for a breach of the director's fiduciary duty. However, this Article shall not eliminate or limit the liability of a director for any of the following:

- (1) A breach of the director's duty of loyalty to the Corporation or its shareholders.
- (2) Acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law.
- (3) A violation of Section 551(1) of the Michigan Business Corporation Act.
- (4) A transaction from which the director derived an improper personal benefit.
- (5) An act or omission occurring before the effective date of this Article XI.

Any repeal or modification of this Article XI by the shareholders of the Corporation shall not adversely affect any right or protection of any director of the Corporation existing at the time of, or for or with respect to, any acts or omissions occurring before such repeal or modification."

5. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES. OTHERWISE, COMPLETE SECTION (b)

- a. ☐ The foregoing amendment to the Articles of Incorporation was duly adopted on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the board of directors or trustees.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Signatures of all incorporators; type or print name under each signature)

- b. ☒ The foregoing amendment to the Articles of Incorporation was duly adopted on the 17th day of June, 1987. The amendment: (check one of the following)

☐ was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.

☐ was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.

☐ was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)

☒ was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

Signed this 1st day of July, 1987

By H. Wayne Wells  
(Signature)

H. Wayne Wells

(Type or Print Name)

Vice Pres.-Gen'l. Cnsl. & Secy.

(Type or Print Title)

**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization  
remitting fees:

Michigan Bell Telephone Co.

Mary M. Waterstone  
General Attorney  
Michigan Bell Telephone Company  
444 Michigan Avenue - Room 1750  
Detroit, Michigan 48226

Preparer's name and business  
telephone number:

Mary M. Waterstone

( 313 ) 223-8590

## INFORMATION AND INSTRUCTIONS

1. This form is issued under the authority of Act 284, P.A. of 1972, as amended, and Act 162, P.A. of 1982, as amended. The amendment cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of section 631 of the Act for the purpose of amending the articles of incorporation of a domestic profit or nonprofit corporation. Do not use this form for restated articles. A nonprofit corporation is one incorporated to carry out any lawful purpose or purposes not involving pecuniary profit or gain for its directors, officers, shareholders, or members. A nonprofit corporation organized on a nonstock directorship basis, as authorized by Section 302 of the Act, may or may not have members, but if it has members, the members are not entitled to vote.
4. Item 2 — Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 4 — The article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need be included.
6. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
7. If the amendment is adopted before the first meeting of the board of directors, item 5(a) must be completed and signed in ink by all of the incorporators listed in Article V of the Articles of Incorporation. If the amendment is otherwise adopted, item 5(b) must be completed and signed in ink by the president, vice-president, chairperson, or vice-chairperson of the corporation.
8. FEES: Filing fee (Make remittance payable to State of Michigan) ..... \$10.00  
Franchise fee for profit corporations (payable only if authorized capital stock has increased) — ½ mill (.0005) on each dollar of increase over highest previous authorized capital stock.
9. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
Lansing, MI 48909  
Telephone: (517) 334-6302



MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
(FOR BUREAU USE ONLY)  <div style="text-align: center; font-size: 2em; font-weight: bold;">FILED</div> <div style="text-align: center; font-weight: bold;">MAR 27 1990</div> <div style="text-align: center;">           Administrator            MICHIGAN DEPARTMENT OF COMMERCE            Corporation &amp; Securities Bureau         </div>	Date Received MAR 27 1990 <i>je</i>

## CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Corporations

(Please read Instructions and Paperwork Reduction Act notice on last page)

*Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982, as amended (nonprofit corporations), the undersigned corporation executes the following Certificate:*

1. The present name of the corporation is: MICHIGAN BELL TELEPHONE COMPANY

2. The corporation identification number (CID) assigned by the Bureau is:

0	4	3	-	3	0	9
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3. The location of its registered office is:

444 Michigan Avenue  
(Street Address)

Detroit  
(City)

Michigan 48226  
(ZIP Code)

4. Article \_\_\_\_\_ of the Articles of Incorporation is hereby amended to read as follows:

See Attachment A

5. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b)

- a. ☐ The foregoing amendment to the Articles of Incorporation was duly adopted on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the board of directors or trustees.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(Signatures of all incorporators; type or print name under each signature)

- b. ☒ The foregoing amendment to the Articles of Incorporation was duly adopted on the 26th day of March, 1990. The amendment: (check one of the following)

- ☐ was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.
- ☐ was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.
- ☐ was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- ☒ was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

Signed this 26th day of March, 1990

By H. Wayne Wells  
(Signature)

H. Wayne Wells

(Type or Print Name)

Vice President -  
General Counsel & Secretary

(Type or Print Name)

(MICH. - 272)

**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization  
remitting fees.

C T Corporation System

Ms. Marianne Kozicki  
C T Corporation System  
208 S. LaSalle St.  
Chicago, IL 60604

Preparer's name and business  
telephone number:

Donna Harris Massey

( 312 ) 609-6317

### INFORMATION AND INSTRUCTIONS

1. The amendment cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of section 631 of the Act for the purpose of amending the articles of incorporation of a domestic profit or nonprofit corporation. Do not use this form for restated articles. A nonprofit corporation is one incorporated to carry out any lawful purpose or purposes not involving pecuniary profit or gain for its directors, officers, shareholders, or members. A nonprofit corporation organized on a nonstock directorship basis, as authorized by Section 302 of the Act, may or may not have members, but if it has members, the members are not entitled to vote.
4. Item 2 — Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 4 — The article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need be included.
6. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
7. If the amendment is adopted before the first meeting of the board of directors, item 5(a) must be completed and signed in ink by all of the incorporators listed in Article V of the Articles of Incorporation. If the amendment is otherwise adopted, item 5(b) must be completed and signed in ink by the president, vice-president, chairperson, or vice-chairperson of the corporation.
8. FEES: Filing fee (Make remittance payable to State of Michigan) ..... \$10.00  
Franchise fee for profit corporations (payable only if authorized capital stock has increased) — ½ mill (.0005) on each dollar of increase over highest previous authorized capital stock.
9. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
6546 Mercantile Way  
Lansing, MI 48909  
Telephone: (517) 334-6302

**ATTACHMENT A**

**The Articles of Association of Michigan Bell Telephone Company hereby are amended as follows:**

- A. Article VI hereby is amended as follows:**

**"ARTICLE VI**

**There shall not be a board of directors. The business of the corporation shall be managed by the shareholders of the corporation, as permitted under Section 463 of the Michigan Business Corporation Act. The effect of this provision is to impose upon the shareholders the liability for managerial acts or omissions that is imposed on directors by law."**

- B. Articles VII, VIII and XI hereby are deleted in their entirety and the remaining articles shall be renumbered so that Article IX becomes Article VII and Article X becomes VIII.**

CAS-620 (10/89)

## MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

**FILED****MAY 22 1991**

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities Bureau

Date Received

**MAY 09 1991****CERTIFICATE OF CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT**

For use by Domestic and Foreign Corporations

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The name of the corporation is: **Michigan Bell Telephone Company**

2. The corporation identification number (CID) assigned by the Bureau is:

0	4	3	-	3	0	9
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3. a. The address of the registered office as currently on file with the Bureau is:

**444 Michigan Avenue** **Detroit**, Michigan **48226**  
(Street Address) (City) (ZIP Code)

b. The mailing address of the above registered office, if different, is:

(P.O. Box) (City), Michigan (ZIP Code)

c. The name of the resident agent as currently on file with the Bureau is:

**Marian N. Byrnes****COMPLETE THE APPROPRIATE ITEMS FOR ANY INFORMATION THAT HAS CHANGED**

4. The address of the registered office is changed to:

**444 Michigan Avenue, Room 1750** **Detroit**, Michigan **48226**  
(Street Address) (City) (ZIP Code)

The mailing address of the above registered office, if different, is:

**444 Michigan Avenue, Room 1750** **Detroit**, Michigan **48226**  
(P.O. Box) (City) (ZIP Code)

5. The name of the successor resident agent is: **Jonathan P. Macks**6. The corporation further states that the address of its registered office and the address of its resident agent, as changed, are identical. **Yes**

7. a. The above changes were authorized by resolution duly adopted by its board of directors or trustees, except when this form is being filed by the resident agent of a profit corporation to change the address of the registered office.

b. A copy of this statement has been mailed to the corporation.

Signed this 2 day of May, 19 91

By

*Richard J. Metzger*  
(Signature)

**Richard J. Metzger, V.P., General Counsel**

(Type or Print Name)

(Type or Print Title)

JF

**DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW.** Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization  
remitting fees:

Jonathan P. Macks, Senior Attorney  
Michigan Bell Telephone Company  
444 Michigan Avenue  
Room 1750  
Detroit, Michigan 48226

Preparer's name and business  
telephone number:

Jonathan P. Macks

(313) 223-8002

### INFORMATION AND INSTRUCTIONS

1. The certificate of change of registered office and/or change of resident agent cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.

Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.

3. This document is to be used pursuant to section 242 of the Act by domestic and foreign corporations for the purpose of changing their registered office or resident agent, or both.
4. Item 2 - Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 3 - The address of the registered office and the name of the resident agent must be the same as are designated in the articles of incorporation or subsequent change filed with the Bureau.
6. Item 4 - A post office box may not be designated as the address of the registered office. The resident agent can change the registered office by filing this form only if this is a profit corporation.
7. This certificate must be signed in ink by the president, vice-president, chairperson, vice-chairperson, secretary or assistant secretary of the corporation. (Profit corporations only): If only the registered office address is changed, it may be signed by the resident agent without addressing Item 5 or Item 7(a).
8. FEES: (Make remittance payable to State of Michigan. Include corporation name and CID number on check or money order) .....\$5.00

9. Mail form and fee to:  
Michigan Department of Commerce  
Corporation and Securities Bureau  
Corporation Division  
P.O. Box 30054  
6546 Mercantile Way  
Lansing, Michigan 48909  
Telephone: (517) 334-6302

## MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU

(FOR BUREAU USE ONLY)

**FILED**Date Received  
**SEP 27 1991**

SEP 27 1991

Administrator  
MICHIGAN DEPARTMENT OF COMMERCE  
Corporation & Securities BureauEXPIRATION DATE: December 31, 1996**CERTIFICATE OF ASSUMED NAME**

For use by Corporations and Limited Partnerships

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 213, Public Acts of 1982 (limited partnerships), the corporation or limited partnership in item one below executes the following Certificate:

1. The true name of the corporation or limited partnership is:

Michigan Bell Telephone Company

2. The identification number assigned by the Bureau is:

0 4 3 — 3 0 9

3. The location of the corporate registered office or the office at which the limited partnership records are maintained is:

444 Michigan Avenue, Room 1750

Detroit, Michigan

48226

(Street Address)

(City)

(State)

(ZIP Code)

4. The assumed name under which business is to be transacted is:

Telecommunications 2000 ✓

Signed this 26th day of September, 1991By Richard J. Metzger

(Signature)

Richard J. Metzger - Vice President-General Counsel

(Type or Print Name)

&amp; Secretary

(Type or Print Title)

(Limited Partnerships Only - Indicate Name of General Partner if a corporation or other entity)

1250 080976

aer cack

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED  
IN THE BOX BELOW. Include name, street and number  
(or P.O. box), city, state and ZIP code.

Name of person or organization  
remitting fees:

Jonathan P. Macks, Senior Attorney  
Michigan Bell Telephone Company  
444 Michigan Avenue  
Room 1750  
Detroit, Michigan 48226

Preparer's name and business  
telephone number:

Jonathan P. Macks

( 313 223-8002

## INFORMATION AND INSTRUCTIONS

1. In order to file an assumed name with this agency this form, or a comparable document, must be submitted. This certificate of assumed name is to be used by a corporation or limited partnership desiring to transact business under an assumed name other than the true name of the corporation or limited partnership.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of the filing.  
  
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. The certificate shall be effective for a period expiring on December 31 of the fifth full calendar year following the year in which it was filed, unless a certificate of termination is filed.
4. The same name may be assumed by two or more limited partnerships participating together in any partnership or joint venture. The same name may be assumed by two or more corporations, or by one or more corporations and one or more limited partnerships or other enterprises, in the case of corporations and other enterprises participating together in a partnership or joint venture. Each participant corporation or limited partnership shall file a certificate under this section.
5. Item 1 — For domestic corporations and limited partnerships, the true name is the name contained in its current articles of incorporation or certificate of limited partnership (as amended or restated.) For foreign corporations and limited partnerships the true name is that name under which it obtained its authority to transact business or conduct affairs in Michigan.
6. Item 2 — Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
7. Item 3 — If a foreign limited partnership, this address must be that shown in item 6 of the application for registration to transact business in Michigan.
8. If a corporation, this certificate must be signed in ink by an authorized officer or agent of the corporation. If a limited partnership, it must be signed in ink by at least one general partner.
9. FEES: (Make remittance payable to State of Michigan. Include corporate or limited partnership name and ID number on check or money order) ..... \$10.00
10. Mail form and fee to:

Michigan Department of Commerce, Corporation and Securities Bureau, Corporation Division, P.O. Box 30054, 6546 Mercantile Way, Lansing, MI 48909, Telephone: (517) 334-6302



MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU			
Date Received <b>AUG 17 1992</b>		(FOR BUREAU USE ONLY) <b>FILED</b>  <b>AUG 28 1992</b>  Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau	
Name <b>Jonathan P. Macks</b>			
Address <b>444 Michigan Avenue, Room 1750</b>			
City <b>Detroit</b>	State <b>Michigan</b>	Zip Code <b>48226</b>	Expiration EFFECTIVE DATE: <b>DEC 31 1997</b>

DOCUMENT WILL BE RETURNED TO NAME AND ADDRESS INDICATED ABOVE

**CERTIFICATE OF ASSUMED NAME**

For use by Corporations and Limited Partnerships  
(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), or Act 213, Public Acts of 1982 (limited partnerships), the corporation or limited partnership in item one below executes the following Certificate:

1. The true name of the corporation or limited partnership is:

**MICHIGAN BELL TELEPHONE COMPANY**

2. The identification number assigned by the Bureau is:

0 4 3 - 3 0 9

3. The location of the corporate registered office or the office at which the limited partnership records are maintained is:

444 Michigan Avenue, Room 1750 Detroit Michigan 48226  
(STREET ADDRESS) (CITY) (STATE) (ZIP CODE)

4. The assumed name under which business is to be transacted is:

**MICHIGAN BELL**

Signed this 5th day of August, 19 92

By Jonathan P. Macks  
(SIGNATURE)

Jonathan P. Macks, Ass't. Sec./Senior Attorney  
(TYPE OR PRINT NAME) (TYPE OR PRINT TITLE)

(LIMITED PARTNERSHIPS ONLY — INDICATE NAME OF GENERAL PARTNER IF A CORPORATION OR OTHER ENTITY)